

PROCEEDINGS OF THE 19th ANNUAL GENERAL MEETING OF FORTIS HEALTHCARE LIMITED, HELD ON WEDNESDAY, 23rd SEPTEMBER, 2015 AT 12:00 NOON AT PHD CHAMBER OF COMMERCE AND INDUSTRY, 4/2 SIRI INSTITUTIONAL AREA, AUGUST KRANTI MARG, NEW DELHI - 110016

MEMBERS PRESENT:

MEMBERS. : 14,342

PROXIES : 144

DIRECTORS PRESENT:

Mr. Malvinder Mohan Singh, Executive Chairman
Mr. Shivinder Mohan Singh, Executive Vice-Chairman
Dr. Brian William Tempest, Chairman – Audit and Risk Management Committee
Mr. Harpal Singh
Dr. Preetinder Singh Joshi
Mr. Ravi Umesh Mehrotra
Ms. Shardha Suri Marwah
Mr. Udai Dhawan

In Attendance:

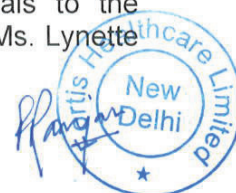
Mr. Bhavdeep Singh, Chief Executive Officer
Mr. Gagandeep Singh Bedi, Chief Financial Officer
Mr. Rahul Ranjan, Company Secretary
Mr. Anurag Kalra, Head-Investors Relations

Following registers/documents were placed before the meeting:

1. Proxy Register;
2. Requisite statutory registers under Companies Act, 2013;
3. Auditors' Report and Secretarial Audit Report; and
4. Statutory Auditors' Certificates dated September 15, 2015 certifying that the (i) Fortis Employee Stock Option Plan 2007 and (ii) Fortis Employee Stock Option Scheme 2011 have been implemented in accordance with Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.

CHAIRMAN

The Chairman welcomed the members to the 19th Annual General Meeting of the Company and introduced Directors and Executives occupying the dais to the Members of the Company. He further informed that Ms. Joji Sekhon Gill, Ms. Lynette



Joy Hepburn Brown, Mr. Pradeep Ratilal Raniga and Mr. Sunil Godhwani were not present in the meeting due to their respective pre occupations.

He further informed that 14,486 number of members were present in total, holding 71.73% of shares, out of which, 14,342 members were present in person holding 71.36% shareholding and 144 were present through proxies holding 0.37% shares. The Chairman declared that the necessary quorum was present and called the meeting to order.

The Chairman briefed the members about the financial performance for the current year and future outlook of the Company.

With the permission of members present, the Notice dated August 6, 2015, convening the 19th Annual General Meeting was taken as read.

On the advice of the Chairman, the Company Secretary read out the Report of the Company's Statutory Auditor M/s. S. R. Batliboi & Co., LLP dated May 28, 2015 on the Audited Accounts of the Company as on March 31, 2015.

Thereafter, the Chairman informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 the Company has extended the e-voting facility to the Members of the Company in respect of businesses to be transacted at the Annual General Meeting. The e-voting commenced at 10:00 a.m. on September 20, 2015 and ended at 05:00 p.m. on September 22, 2015. Mr. Mukesh Manglik, Company Secretary in Whole-time Practice, was appointed as the Scrutinizer by the Board for scrutinizing the voting process.

The Chairman also informed the Members that Mr. Shivinder Mohan Singh has, in pursuance of his long cherished desire to commit himself to the service of society, decided to take up full time Sewa at Dera, Radha Soami Satsang Beas (RSSB), a philosophical and spiritual organization headquartered near Amritsar, Punjab. He would therefore, step down from the position of "Executive Vice-Chairman" and become the "Non-Executive Vice-Chairman" with effect from January 1, 2016. The Board Members and the shareholders gave a standing ovation to Mr Shivinder Mohan Singh and expressed their deep gratitude for the immense contribution made by him in the growth of the Company. Dr. P.S. Joshi and Mr. Harpal Singh, Directors of the Company, also spoke their heart and appreciated Mr. Shivinder Mohan Singh's persistent dedication and involvement in creating brand Fortis and for letting their dreams reach greater heights. While concluding the Meeting, the Shareholders also wished Mr. Shivinder Mohan Singh great success in his chosen path of spirituality.

The Chairman informed the Members that the Company has arranged for a poll on all the eight resolutions to be passed at the Meeting.

The Chairman announced that the combined result of e-voting and the poll will be put on the Company's website and that of e-voting agency (Karvy Computershare Private Limited).



Thereafter, the Chairman took up the Agenda Items as per the Notice of the Annual General Meeting.

The resolutions passed by the Members, briefly, related to:

ORDINARY BUSINESSES:

1. Consideration and adoption of the Audited Standalone Financial Statements of the Company together with Reports of the Board and Auditors thereon and the Audited Consolidated Financial Statements of the Company including Auditors' Report thereon as at March 31, 2015 (Ordinary Resolution).
2. Appointment of Mr. Harpal Singh, Director retiring by rotation (Ordinary Resolution).
3. Appointment of M/s. Deloitte Haskins & Sells LLP, as Statutory Auditors of the Company for a period of five years and fixing their remuneration (Ordinary Resolution).

SPECIAL BUSINESSES:

4. Approval for re-appointment of Mr. Malvinder Mohan Singh as Executive Chairman for a period of three years and fixing the remuneration (Special Resolution).
5. Approval for re-appointment of Mr. Shivinder Mohan Singh as Executive-Vice Chairman for a period of three years and fixing the remuneration (Special Resolution).
6. Approval for payment of remuneration to Non-Executive Directors of the Company (Special Resolution).
7. Ratification of remuneration of Cost Auditors (Ordinary Resolution).
8. Enabling approval for making charitable contributions (Ordinary Resolution).

The Poll results were notified to the Stock Exchanges in the format prescribed under Clause 35A of the Listing Agreement and the details of the said results were also uploaded on the Company's website.

Certified Correct
For **Fortis Healthcare Limited**


Rahul Ranjan
Company Secretary
ACS 17035

